Schapiro Exhibit 125

Subject: Letter to Eric - Time is Now!
From: "Cahan, Adam" <EX:/O=VIACOM/OU=MTVUSA/CN=RECIPIENTS/CN=CAHANA>
To: Wolf, Michael
Cc: Date: Mon, 09 Oct 2006 22:01:04 +0000

Michael -

I feel very strongly that the time is now for Google to negotiate with us otherwise we need to threaten all content comes down from YouTube. I really feel every minute that goes by the industry is waiting. If we threaten to be public with our content takedown notifications than the ball starts rolling immediately. This is now, not end of week. If we threaten we can use it in negotiations for a better deal.

Eric -

I'm glad we had an opportunity to chat this weekend about the Google-YouTube connection. As you know we have to move quickly to address what our position is going to be with Google/YouTube. The default pressure at the corporate level is that we are going to have to announce that Viacom/MTVN is providing cease and desist for all our content at YouTube. As you know, we believe between SouthPark, Stewart, Colbert along with content from MTV and Nickelodeon we represent 25%+ of all content there.

Here is what I would recommend that we do. This week we need to assemble the team that will negotiate for the following priorities.

1. Google Ad Network deal, we have a proposal for how we can work together to better monetize our sites and enable Google to grow the market overall for online branded advertising. As part of this proposal we have suggested the framework and commitments for a "300x250" ad unit.

2. OnSite Paid search and contextual monetization. Our combined scale across our netowrk represents 137M uniques and 7.2B pageviews. We would like to put together what your porposal is for both monetization and operational improvements.

3. Content licensing to YouTube and the associated economics/ structure. Clsoing a deal that will represent the framework for how we work together.

4. MusicWiki we had great traction with Marissa and Susan working on the product but in light of YouTube we'll need to better understand how we work together and sepearte these offerings.

Given the folks we have met with it likely makes sense to have some combination of Susan, Tim and Joan/Marc helping sort through these negotiations.

Looking forward to your response.